

FOTIADES GEORGE L
Form 4
May 31, 2005

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
FOTIADES GEORGE L

2. Issuer Name and Ticker or Trading Symbol
CARDINAL HEALTH INC [CAH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
7000 CARDINAL PLACE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/31/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President & COO

DUBLIN, OH 43017

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Shares	05/31/2005		M ⁽¹⁾	73,245 A \$ 38.287	153,645	D	
Common Shares	05/31/2005		S ⁽¹⁾	73,245 D \$ 57.7695	80,400	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. P	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) ⁽²⁾	\$ 38.287	05/31/2005		M	1	06/01/2001	06/02/2005	Common Shares	73,245
Option (right to buy) ⁽³⁾	\$ 41.553					09/16/2001	09/16/2008	Common Shares	56,250
Option (right to buy) ⁽³⁾	\$ 47.333					03/01/2002	03/01/2009	Common Shares	27,171
Option (right to buy) ⁽³⁾	\$ 31.167					11/15/2002	11/15/2009	Common Shares	67,907
Option (right to buy) ⁽³⁾	\$ 66.083					11/20/2003	11/20/2010	Common Shares	60,530
Option (right to buy) ⁽³⁾	\$ 68.1					11/19/2004	11/19/2011	Common Shares	67,915
Option (right to buy) ⁽³⁾	\$ 67.9					11/18/2005	11/18/2012	Common Shares	250,000
Option (right to buy) ⁽³⁾	\$ 64.11					01/31/2007	02/01/2014	Common Shares	225,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other
President & COO

FOTIADES GEORGE L
7000 CARDINAL PLACE
DUBLIN, OH 43017

Signatures

George L.
Fotiades

05/31/2005

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- The exercise and sale reported on this Form 4 were effected pursuant to a 10b5-1 plan established by the reporting person on November
- (1) 10, 2004, when the reporting person was not aware of material non-public information about the Company. The stock option exercised pursuant to the 10b5-1 plan would have expired on June 2, 2005, if not exercised.
 - (2) Stock option granted pursuant to the R.P. Scherer Stock Option Plan.
 - (3) Stock option granted pursuant to the Cardinal health, Inc. Equity Incentive Plan.
- Weighted average sale price from 27 different transactions with the price ranging from \$57.67 to \$57.94. The details of these transactions are as follows: 5,000 shares at \$57.67, 100 shares at \$57.68, 200 shares at \$57.69, 3,000 shares at \$57.70, 3,800 shares at \$57.71, 2,500 shares at \$57.72, 3,900 shares at \$57.73, 3,100 shares at \$57.74, 16,400 shares at \$57.75, 1,600 shares at \$57.76, 7,800 shares at \$57.77,
 - (4) 700 shares at \$57.78, 1,600 shares at \$57.79, 1,800 shares at \$57.80, 4,100 shares at \$57.81, 5,400 shares at \$57.82, 600 shares at \$57.83, 3,445 shares at \$57.84, 900 shares at \$57.85, 2,600 shares at \$57.86, 2,500 shares at \$57.87, 400 shares at \$57.88, 600 shares at \$57.89, 400 shares at \$57.90, 600 shares at \$57.91, 100 shares at \$57.93 and 100 shares at \$57.94.
 - (5) Stock option was disposed of in connection with its exercise for no additional consideration beyond the option shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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